

**UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

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In re
Delphi Corporation : Chapter 11 Case
Case No. 05-44481 (RDD)
(Jointly Administered)
: Debtors.
:
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**NOTICE OF TRANSFER OF CLAIM
PURSUANT TO FRBP RULE 3001(e)(2)**

1. **TO: TELEFLEX AUTOMOTIVE MANUFACTURING
CORPORATION (“Transferor”)**
155 South Limerick Road
Limerick, PA 19468-1699

2. Please take notice of the transfer of \$212,632.48 of your claim represented by the Proof of Claim a copy of the first page of which is attached hereto, together with all applicable interest, fees and expenses related thereto (the “Transferred Claim”) to:

BEAR STEARNS INVESTMENT PRODUCTS INC. (“Transferee”)
383 Madison Ave.
New York, NY 10179
Attention: Laura L. Torrado

3. No action is required if you do not object to the transfer of the Transferred Claim as described above. **IF YOU OBJECT TO THE TRANSFER OF THE TRANSFERRED CLAIM, WITHIN 20 DAYS OF THE DATE OF THIS NOTICE, YOU MUST:**

-- FILE A WRITTEN OBJECTION TO THE TRANSFER with:

Clerk of the Court
United States Bankruptcy Court
Southern District of New York
One Bowling Green
New York, NY 10004

-- SEND A COPY OF YOUR OBJECTION TO THE TRANSFEREE

-- Refer to **INTERNAL CONTROL NO.** _____ in your objection.

4. If you file an objection, a hearing will be scheduled. **IF YOUR OBJECTION IS NOT TIMELY FILED, THE TRANSFeree WILL BE SUBSTITUTED FOR THE TRANSFEROR ON OUR RECORDS AS A CLAIMANT IN THIS PROCEEDING.**

Clerk of the Court

FOR CLERK'S OFFICE USE ONLY:

This notice was mailed to the first named party, by first class mail, postage prepaid on _____ 2006.

INTERNAL CONTROL NO. _____

Copy Claims Agent:

Transferee:

Debtor's Attorney:

[ATTACH EVIDENCE OF TRANSFER]

EVIDENCE OF TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, TELEFLEX AUTOMOTIVE MANUFACTURING CORPORATION ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to BEAR STEARNS INVESTMENT PRODUCTS INC. ("Assignee") all of its right, title, interest, claims and causes of action in and to, or arising under or in connection with its claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) in the amount of \$212,632.48 against Delphi Automotive Systems LLC and/or Delphi Corporation or any of its subsidiaries or affiliates, et al. (the "Debtor"), Chapter 11 Case Nos. 05-44481 (Jointly Administered), United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), and any and all proofs of claim filed by Assignor with the Bankruptcy Court in respect of the foregoing claim.

Assignor hereby waives any objection to the transfer of the claim to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the foregoing claim and recognizing the Assignee as the sole owner and holder of the claim. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the claim, and all payments or distributions of money or property in respect of claim, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM IS
EXECUTED THIS 28 day of February 2006.

**TELEFLEX AUTOMOTIVE
MANUFACTURING CORPORATION**

By: [Signature]
Name of person signing _____
Title of person signing _____

**BEAR STEARNS INVESTMENT PRODUCTS
INC.**

By: _____
Name: _____
Title: _____

B10 (Official Form 10) (4/04)

UNITED STATES BANKRUPTCY COURT		SOUTHERN DISTRICT OF NEW YORK	PROOF OF CLAIM
Name of Debtor: Delphi Corporation		Case Number: 05-44481	THIS SPACE IS FOR COURT USE ONLY
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.			
Name of Creditor (The person or entity to whom the debtor owes money or property) Teleflex Automotive Manufacturing Corporation 155 South Limerick Road Limerick, PA 19468-1699		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.	
Name and addresses where notices should be sent: Bonnie MacDougal Kistler, Esquire Pepper Hamilton LLP 3000 Two Logan Square Eighteenth & Arch Streets Philadelphia, PA 19103-2799 Telephone Number: (215) 981-4000	Daniel V. Logue Assistant General Counsel 155 South Limerick Road Limerick, PA 19468-1699		
Account or other number by which creditor identifies debtor: 7001-01, 7001-02		Check here <input type="checkbox"/> replaces if this claim <input type="checkbox"/> amends a previously filed claim, dated: _____	
1. Basis for Claim <input type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input type="checkbox"/> Other _____ <input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Wages, salaries, and compensation (fill out below) Last four digits of SS #: _____ Unpaid compensation for services performed from _____ to _____ (date) (date)			
2. Date debt was incurred: See Attached		3. If court judgment, date obtained:	
4. Total Amount of Claim at Time Case Filed:		\$ 212,632.48	
If all or part of your claim is secured or entitled to priority, also complete Item 5 or 7 below. <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.			
5. SECURED CLAIM. <input checked="" type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff) Brief Description of Collateral: Reclamation Goods. See Attached. <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____ Value of Collateral: \$ 64,731.84 Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ _____		7. Unsecured Priority Claim. <input type="checkbox"/> Check this box if you have an unsecured priority claim Amount entitled to priority \$ _____ Specify the priority of the claim: _____ <input type="checkbox"/> Wages, salaries, or commissions (up to \$4,925),* earned within 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. §507(a)(3) <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. §507(a)(3) <input type="checkbox"/> Up to \$2,225* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. §507(a)(6) <input type="checkbox"/> Alimony, maintenance, or support owed to a spouse, former spouse, or child - 11 U.S.C. §507(a)(7) <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. §507(a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. §507(a) ____ * Amounts are subject to adjustment on 4/1/07 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.	
6. Unsecured Nonpriority Claim \$ 147,900.64 <input checked="" type="checkbox"/> Check this box if a) there is no collateral or lien securing your claim, or b) your claim exceeds the value of the property securing it, or if c) none or only part or your claim is entitled to priority. See Attached.			
8. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim. 9. Supporting Documents: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary. See Attached. 10. Date - Stamped Copy: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.		THIS SPACE FOR COURT USE ONLY	
Date January 25, 2005	Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any): By: C. Jeffrey Davis C. Jeffrey Davis		
Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§152 and 3571.			

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

DELPHI CORPORATION,

Chapter 11
Case No. 05-44481

Debtor.

**ADDENDUM TO PROOF OF CLAIM OF TELEFLEX AUTOMOTIVE
MANUFACTURING CORPORATION AGAINST DELPHI CORPORATION**

As of October 8, 2005 (the "Petition Date"), an entity or entities doing business under or otherwise known by the names "Delphi," "Delphi Saginaw Steering System," "Delphi Energy and Engine" ("Customer") was indebted to Teleflex Automotive Manufacturing Corporation ("Claimant") in the total sum of **\$212,632.48** (the "Indebtedness") for goods sold and delivered by Claimant to Customer. A summary of the invoices evidencing the Indebtedness is attached to this Addendum as Exhibit A.¹

Because the Customer held itself out to Claimant under a variety of names, Claimant is unable—and should not be required—to speculate as to the correct corporate identity of the Customer. Accordingly, Claimant files this proof of claim against Delphi Corporation (the "Debtor") and in the alternative, Claimant is also filing proofs of claim for the Indebtedness against Delphi Automotive Systems, LLC and other debtors in these jointly administered Chapter 11 cases. Claimant reserves the right to amend this proof of claim if and when any better or different information emerges as to the exact corporate identity of the Customer.

This claim is secured to the extent of the value of Claimant's vendor's lien and/or reclamation rights. On October 11, 2005, Claimant delivered written demand upon the Debtor,

¹ The invoices are too voluminous to attach, but copies will be provided upon request.

pursuant to §546(c) of the United States Bankruptcy Code (the "Reclamation Claim") seeking the return of all products sold by Claimant on credit to Debtor and received by Debtor within the ten days prior to the Petition Date (the "Reclamation Demand"). A true and correct copy of the Reclamation Demand is also attached hereto. The total of the invoices comprising the Reclamation Claim is \$64,731.84. This portion of Claimant's claim is secured by operation of state law vendor's lien and/or reclamation rights and by virtue of the provisions of §546(c)(2)(B) of the Bankruptcy Code.

Alternatively, Claimant asserts administrative priority for its Reclamation Claim in accordance with section 546(c)(2)(A) of the Bankruptcy Code.

To the extent, if any, that this claim is held not to qualify for treatment as a secured claim and/or an administrative claim as set forth above, then any such portion of this claim shall be deemed a general unsecured claim.

In addition to any other claims expressly asserted herein, Claimant asserts a claim hereunder for any other liabilities that the Debtor may owe to Claimant arising under the commercial relationship described above, which will be identified specifically if and when additional facts become known.

Claimant reserves the right to dispute, contest or otherwise object to any amounts that Debtor may claim from Claimant arising out of any and all accounts, contracts or commercial relationships, and to the extent that Debtor may establish Claimant's liability for any such amounts, Claimant reserves its rights to setoff and/or recoupment to the extent available under applicable law.

This proof of claim is submitted without prejudice to and with full reservation of
(1) the right of Claimant to have final orders in non-core matters entered only after *de novo*

review by a district court; (2) the right of Claimant to trial by jury in any proceeding so triable in this case or any case, controversy or proceeding related to this case; (3) the right of Claimant to have the district court withdraw the reference in any matter subject to mandatory or discretionary withdrawal; or (4) any other rights, claims, actions, defenses, setoffs, or recoupments to which Claimant is or may be entitled under agreements in law, in equity, or otherwise, all of which rights, claims, actions, defenses, setoffs, recoupments Claimant expressly reserves.

Claimant also reserves the right to amend, modify or supplement this proof of claim as to nature, amount or otherwise.

TELEFLEX AUTOMOTIVE NUEVO LAREDO
DELPHI ENERGY ACCOUNT RECEIVABLE

*** NO SALES PRIOR TO MAY 2003

Invoices				Payments				Differences
Customer #	Invoice #	Invoice date	Invoice Amount	Customer #	Invoice #	Payment date	Amount	
7001	191372	5/23/03	1,468.00	7001	191372	7/23/03	1,468.00	
7001	191423	5/23/03	1,468.00	7001	191423	7/23/03	1,468.00	
7001	191446	5/24/03	1,468.00	7001	191446	7/23/03	1,468.00	
7001	191473	5/25/03	1,468.00	7001	191473	7/23/03	1,468.00	
7001	191506	5/26/03	979.30	7001	191506	7/23/03	979.30	
7001	143224	5/27/02	332.50	7001	191544	7/23/03	979.30	
7001	191544	5/18/03	979.30	7001	143224	7/23/03	332.50	
7001	191568	5/19/03	979.30	7001	191568	7/23/03	979.30	
7001	191583	5/11/03	489.60	7001	191583	7/23/03	489.60	
7001	191599	5/12/03	1,468.00	7001	191599	7/23/03	1,468.00	
7001	191776	5/16/03	2,448.00	7001	191776	7/23/03	2,448.00	
7001	191797	5/26/03	1,468.00	7001	191797	7/23/03	1,468.00	
7001	191807	5/23/03	979.30	7001	191807	7/23/03	1,468.00	
7001	191833	5/21/03	979.30	7001	191833	7/23/03	979.30	
7001	191876	5/21/03	1,468.00	7001	191876	7/23/03	1,468.00	
7001	191919	5/27/03	1,938.40	7001	191919	8/7/03	1,938.40	
7001	191927	5/21/03	1,938.40	7001	191927	8/7/03	1,938.40	31,854.10
7001	191988	6/4/03	1,938.40	7001	191988	8/7/03	1,938.40	
7001	191819	6/23/03	1,938.40	7001	191819	8/7/03	1,938.40	
7001	124612	6/23/03	1,305.60	7001	124612	8/7/03	1,305.60	
7001	124686	6/26/03	1,305.60	7001	124686	8/7/03	1,305.60	
7001	124768	6/27/03	979.30	7001	124768	8/7/03	979.30	
7001	124829	6/28/03	979.30	7001	124829	8/7/03	979.30	
7001	124906	6/29/03	1,468.00	7001	124906	8/7/03	1,468.00	
7001	124983	6/19/03	979.30	7001	124983	8/7/03	979.30	
7001	125064	6/13/03	1,713.60	7001	125064	8/7/03	1,713.60	
7001	125199	6/15/03	1,713.60	7001	125199	8/7/03	1,713.60	
7001	125264	6/16/03	1,713.60	7001	125264	8/7/03	1,713.60	
7001	125347	6/17/03	1,713.60	7001	125347	8/7/03	1,713.60	
7001	125443	6/20/03	2,692.80	7001	125443	8/7/03	2,692.80	
7001	125522	6/21/03	2,692.80	7001	125522	8/7/03	2,692.80	
7001	125619	6/22/03	2,692.80	7001	125619	8/7/03	2,692.80	
7001	125643	6/23/03	979.30	7001	125643	8/7/03	979.30	
7001	125721	6/26/03	701.10	7001	125721	8/23/03	701.10	27,657.90
7001	126368	7/14/03	327.18	7001	126368	9/23/03	327.18	
7001	126474	7/20/03	979.30	7001	126474	9/23/03	979.30	
7001	126530	7/21/03	979.30	7001	126530	9/23/03	979.30	
7001	126659	7/23/03	979.30	7001	126659	9/23/03	979.30	
7001	126672	7/24/03	1,468.00	7001	126672	10/4/03	1,468.00	
7001	126808	7/27/03	979.30	7001	126808	10/4/03	979.30	
7001	126883	7/29/03	489.60	7001	126883	10/4/03	489.60	
7001	126948	7/29/03	1,938.40	7001	126948	10/4/03	1,938.40	8,168.78
7001	126972	8/6/03	979.30	7001	126972	10/4/03	979.30	
7001	127318	8/25/03	979.30	7001	127318	10/4/03	979.30	
7001	127421	8/28/03	979.30	7001	127421	10/4/03	979.30	
7001	127572	8/10/03	979.30	7001	127572	10/4/03	979.30	
7001	127638	8/11/03	979.30	7001	127638	10/4/03	979.30	
7001	127699	8/12/03	979.30	7001	127699	10/4/03	979.30	
7001	127833	8/15/03	979.30	7001	127833	10/4/03	979.30	
7001	127834	8/16/03	979.30	7001	127834	10/4/03	979.30	
7001	128008	8/17/03	979.30	7001	128008	10/4/03	979.30	
7001	128077	8/19/03	1,468.00	7001	128077	10/4/03	1,468.00	1,948.56
7001	128161	8/19/03	280.44	7001	128161	10/4/03	280.44	
7001	128162	8/19/03	1,749.34	7001	128162	10/4/03	1,749.34	
7001	128236	8/22/03	1,468.00	7001	128236	10/4/03	979.30	
7001	128322	8/25/03	979.30	7001	128322	10/4/03	979.30	
7001	128343	8/25/03	979.30	7001	128343	10/4/03	979.30	
7001	128624	8/26/03	1,468.00	7001	128624	10/4/03	979.30	
7001	128768	8/26/03	489.60					
7001	128842	8/31/03	489.60					
7001	128843	8/31/03	489.60					
7001	128936	8/31/03	979.30	7001	128936	10/4/03	979.30	15,179.52
7001	128960	9/1/03	231.70					8,484.00
7001	128923	9/2/03	1,468.00					
7001	128963	9/4/03	231.70					
7001	129134	9/7/03	979.30					
7001	129243	9/8/03	1,312.90					
7001	129236	9/9/03	1,468.00					
7001	129432	9/12/03	1,312.90					
7001	129576	9/14/03	1,312.90					
7001	129642	9/15/03	2,837.68					
7001	129751	9/16/03	979.30					
7001	129875	9/19/03	2,448.00					
7001	129915	9/20/03	1,468.00					
7001	130245	9/26/03	1,468.00					
7001	130439	9/28/03	1,702.50					
7001	130536	9/29/03	1,938.40					
7001	130609	9/30/03	979.30					21,434.40
7001	130683	10/3/03	1,938.40					
7001	130866	10/5/03	2,423.88					
7001	131064	10/7/03	723.30					
7001	131182	10/10/03	3,916.00					
7001	131158	10/11/03	1,916.00					
7001	131228	10/13/03	1,938.40					
7001	131332	10/13/03	1,468.00					
7001	131413	10/14/03	1,938.40					
7001	131507	10/13/03	1,938.40					
7001	131595	10/18/03	1,938.40					
7001	131862	10/20/03	2,448.00					
7001	131863	10/21/03	2,316.30					
7001	132099	10/24/03	1,468.00					
7001	132256	10/27/03	1,468.00					32,522.18

Billed \$ 134,888.76
Paid 73,212.39
Amounts Receivable at the end of Oct. 61,676.37

Outstanding prior to 10/ 34,818.86
After 10/03 27,417.80
61,676.37

TELEFLEX AUTOMOTIVE NUEVO LAREDO
DELPHI SAGINAW STEERING ACCOUNTS RECEIVABLE

Invoiced				Payment				Difference
Customer #	Invoice #	Invoice date	Invoice Amount	Customer #	Invoice #	Payment date	Amount	
7002	189186	1/12/05	49,405.68	7002	189186	3/05/05	49,405.68	
7002	189395	1/24/05	8,228.38	7002	189395	3/05/05	8,228.38	
7002	189460	1/27/05	4,109.76	7002	189460	4/10/05	4,109.76	61,743.82
7002	189573	2/02/05	12,338.14	7002	189573	4/10/05	12,338.14	
7002	189666	2/07/05	8,237.23	7002	189666	4/10/05	8,237.23	
7002	189787	2/11/05	16,474.46	7002	189787	4/10/05	16,474.46	
7002	189883	2/16/05	16,456.75	7002	189883	4/10/05	16,456.75	
7002	189941	2/18/05	4,109.76	7002	189941	4/10/05	4,109.76	
7002	190040	2/23/05	4,109.76	7002	190040	4/27/05	4,109.76	
7002	190071	2/24/05	4,118.62	7002	190071	4/27/05	4,118.62	65,844.72
7002	190155	3/02/05	16,474.46	7002	190155	4/27/05	16,474.46	
7002	190280	3/08/05	12,355.85	7002	190280	4/27/05	12,355.85	
7002	190401	3/14/05	16,474.46	7002	190401	4/27/05	16,474.46	
7002	190467	3/17/05	8,237.23	7002	190467	4/27/05	8,237.23	
7002	190579	3/23/05	12,355.85	7002	190579	6/11/05	12,355.85	
7002	190651	3/29/05	4,118.62	7002	190651	6/11/05	4,118.62	70,016.47
7002	190811	4/05/05	8,219.52	7002	190811	6/11/05	8,219.52	
7002	190825	4/06/05	20,593.08	7002	190825	6/11/05	20,593.08	
7002	190913	4/08/05	8,237.23	7002	190913	6/11/05	8,237.23	
7002	190915	4/08/05	4,109.76	7002	190915	6/11/05	4,109.76	
7002	190950	4/11/05	8,219.52	7002	190950	6/11/05	8,219.52	
7002	190973	4/12/05	8,228.38	7002	190973	6/11/05	8,228.38	
7002	191033	4/14/05	12,355.85	7002	191033	6/11/05	12,355.85	
7002	191076	4/15/05	8,228.38	7002	191076	6/11/05	8,228.38	
7002	191111	4/19/05	8,228.38	7002	191111	6/11/05	8,228.38	
7002	191205	4/22/05	12,338.14	7002	191205	6/11/05	12,338.14	
7002	191241	4/25/05	8,237.23	7002	191241	6/11/05	8,237.23	
7002	191342	4/29/05	20,584.22	7002	191342	7/02/05	20,584.22	127,579.69
7002	191375	5/02/05	8,219.52	7002	191375	7/02/05	8,219.52	
7002	191631	5/13/05	37,040.98	7002	191631	8/07/05	37,040.98	
7002	191798	5/20/05	28,812.60	7002	191798	8/07/05	28,812.60	
7002	191892	5/26/05	32,922.36	7002	191892	8/07/05	32,922.36	106,995.46
7002	124680	6/06/05	37,049.83	7002	124680	8/07/05	37,049.83	
7002	124984	6/10/05	16,456.75	7002	124984	8/07/05	16,456.75	
7002	125720	6/24/05	16,465.61	7002	125720	8/07/05	16,465.61	69,972.19
7002	126949	7/29/05	24,693.98	7002	126949	10/04/05	24,693.98	24,693.98
7002	127319	8/05/05	16,474.46	7002	127319	10/04/05	16,474.46	
7002	127698	8/12/05	16,474.46	7002	127698	10/04/05	16,474.46	
7002	128096	8/19/05	24,702.84	7002	128096	10/04/05	18,982.54	51,931.46
7002	128848	8/31/05	41,168.45					5,720.30
7002	128962	9/2/05	8,228.38					
7002	129343	9/9/05	28,812.60					
7002	129750	9/16/05	28,812.60					
7002	130187	9/23/05	12,355.85					
7002	130608	9/30/05	24,702.84					
7002	131027	10/7/05	28,812.60					
7002	131414	10/14/05	24,702.84					
7002	131859	10/21/05	24,702.84					
7002	132320	10/29/05	20,584.22					

Billed 827,381.31
Paid 578,777.79
Acc. Rec. End of October 248,603.52

A/R Outstanding prior to 10/8 178,613.62
After 10/08 69,989.90
248,603.52